

Article or Bylaw Filing Requirements for Township Mutual Companies:

1. Filings need to be made on forms available through the Commerce Department's website.
2. Include a copy of the notice given to members prior to the meeting at which an Article or Bylaw was amended and restated.
3. Include a copy of the minutes of the meeting at which an Article or Bylaw was amended and restated.
4. Must be filed within 30 days of approval by the members.
5. Must be accompanied by a fee of \$10.00 for Articles and \$10.00 for Bylaws, payable to the Minnesota Department of Commerce.

CERTIFICATE OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION

(Company Name)

_____, MINNESOTA
(Principal Place of Business)

We, the undersigned, _____, President, and
_____, Secretary, of the _____
_____ (Company), now organized
and operating under the provisions of Minnesota Statutes, Section 67A.01 et seq., as amended, do
hereby certify:

1. That on the _____ day of _____, 20____, the Board of Directors, at a duly
held meeting, adopted a resolution proposing to amend and restate the Articles of Incorporation of
the Company.
2. That on the _____ day of _____, 20____, notice was given to each and
every member by _____.
The notice advised the members of the proposed Amended and Restated Articles of Incorporation
to be voted upon at the _____ meeting to be held in the City of
_____, Minnesota, on the _____ day of _____, 20____.
Provide a copy of the notice. If the notice did not contain a copy of the proposed Amended and
Restated Articles of Incorporation, please explain how members could request a copy (e.g. letter,
postcard, website) prior to the meeting.
3. That at the specified time and place, by a majority vote of all members present and voting, a
quorum being present, the members duly adopted said proposed Amended and Restated Articles of
Incorporation as set forth in this resolution. Provide a copy of the minutes.

THEREFORE, BE IT RESOLVED that the Articles of Incorporation be amended and restated as
provided on the attached sheets.

We further certify that the foregoing resolution has not been changed or altered, but continues in full force and effect, and was executed on behalf of the Company by authority of its directors and members.

SEAL

President

Secretary

STATE OF MINNESOTA)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____,
20____, by _____, President, and
_____, Secretary, of
_____.

NOTARY SEAL

Notary Public

Cty:_____ Comm. Exp:_____

The attached Amended and Restated Articles of Incorporation are hereby approved and filed this
_____ day of _____, 20____.

Commissioner of Commerce

By_____

CERTIFICATE OF AMENDED AND RESTATED
BYLAWS

(Company Name)

_____, MINNESOTA
(Principal Place of Business)

We, the undersigned, _____, President, and
_____, Secretary, of the _____
_____ (Company), now organized
and operating under the provisions of Minnesota Statutes, Section 67A.01 et seq., as amended, do
hereby certify:

1. That on the _____ day of _____, 20____, the Board of Directors, at a duly
held meeting, adopted a resolution proposing to amend and restate the Bylaws of the Company.
2. That on the _____ day of _____, 20____, notice was given to each and
every member by _____.

The notice advised members of the proposed Amended and Restated Bylaws to be voted upon at
the _____ meeting to be held in the City of _____, Minnesota,
on the _____ day of _____, 20____. Provide a copy of the
notice. If the notice did not contain a copy of the proposed Amended and Restated Bylaws, please
explain how members could request a copy (e.g. letter, postcard, website) prior to the meeting.

3. That at the specified time and place, by a majority vote of all members present and voting, a
quorum being present, the members duly adopted said proposed Amended and Restated Bylaws as
set forth in this resolution. Provide a copy of the minutes.

THEREFORE, BE IT RESOLVED that the Bylaws be amended and restated as provided on the
attached sheets.

We further certify that the foregoing resolution has not been changed or altered, but continues in full force and effect, and was executed on behalf of the Company by authority of its directors and members.

SEAL

President

Secretary

STATE OF MINNESOTA)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____,
20____, by _____, President, and
_____, Secretary, of
_____.

NOTARY SEAL

Notary Public

Cty:_____ Comm. Exp:_____

The attached Amended and Restated Bylaws are hereby accepted and approved for filing this
_____ day of _____, 20_____.

Commissioner of Commerce

By_____